

UNITED STATES BANKRUPTCY COURT

SOUTHERN DISTRICT OF NEW YORK

In re Lehman Brothers Holdings Inc., et al.

Debtors.

Case No. 08-13555 (JMP)
(Jointly Administered)

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a).
Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed R. Bankr. P., of the
transfer, other than for security, of the claim referenced in this evidence and notice.

Stone Lion Portfolio L.P.

Name of Transferee

Citigroup Financial Products, Inc.

Name of Transferor

Name and Address where notices to transferee

Court Claim #: 66107, which amends claim
33613

should be sent:

Claim Amount: \$53,000,000.00

Amount Transferred: \$10,750,000.00

Date Claim Filed: 1/12/10

Debtor: Lehman Bros. Special Financing, Inc.

Stone Lion Portfolio L.P.
461 Fifth Avenue, 14th Floor
New York, NY 10017

Phone: _____

Last Four Digits of Acct #: _____

Name and Address where transferee payments should be sent (if different from above):

Phone: _____

Last Four Digits of Acct #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct
to the best of my knowledge and belief.

By: _____

Transferee/Transferee's Agent

Date: 10/25/11

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

EXHIBIT B

EVIDENCE OF TRANSFER OF CLAIM

TO: United States Bankruptcy Court for the Southern District of New York ("Bankruptcy Court")
Attn: Clerk

AND TO: **Lehman Brothers Special Financing Inc. ("Debtor")**
Case No. 08-13555 (JMP) (Jointly Administered)

Claim #: 66107

CITIGROUP FINANCIAL PRODUCTS INC., its successors and assigns ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned unto:

STONE LION PORTFOLIO L.P.

its successors and assigns ("Buyer"), all right, title and interest in and to \$10,750,000.00 (the "Claim") of Seller against **Lehman Brothers Special Financing Inc.**, docketed as claim number 66107 (which amends Proof of Claim No. 33613) in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13888 (JMP), or any other court with jurisdiction over the bankruptcy proceedings of the Debtor, including all rights of stoppage in transit, replevin and reclamation.

Seller hereby waives any objection to the transfer of the Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Claim and recognizing the Buyer as the sole owner and holder of the Claim.

You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Claim to Buyer.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Transfer of Claim by its duly authorized representative dated January 14, 2011.

CITIGROUP FINANCIAL PRODUCTS INC.

By: 

Name: MARC WEINBAUM
Title: MANAGING DIRECTOR

STONE LION PORTFOLIO L.P.

By: Stone Lion Capital Partners L.P., Investment Manager

By: SL Capital Partners LLC, Its: General Partner

By: Stone Lion Capital LLC, Managing Member

By: _____

Name:

Title:

EXHIBIT B

EVIDENCE OF TRANSFER OF CLAIM

TO: United States Bankruptcy Court for the Southern District of New York ("Bankruptcy Court")
Attn: Clerk

AND TO: **Lehman Brothers Special Financing Inc.** ("Debtor")
Case No. 08-13555 (JMP) (Jointly Administered)

Claim #: **66107**

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STONE LION PORTFOLIO L.P.

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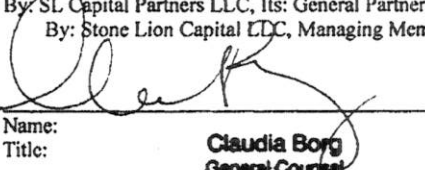
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CITIGROUP FINANCIAL PRODUCTS INC.

By: _____
Name:
Title:

STONE LION PORTFOLIO L.P.

By: Stone Lion Capital Partners L.P., Investment Manager
By: SL Capital Partners LLC, Its: General Partner
By: Stone Lion Capital LLC, Managing Member

By: 
Name: **Claudia Borg**
Title: **General Counsel**